



**MINUTES OF THE ANNUAL GENERAL MEETING
OF LEICESTERSHIRE COUNTY CRICKET CLUB LIMITED
HELD BY THE MEETING CHAIRMAN AND MEETING HOST IN THE BOARDROOM
AT THE LEICESTERSHIRE COUNTY CRICKET CLUB WITH MEMBERS
ATTENDING ONLINE VIA THE ZOOM PLATFORM
UPTONSTEEL COUNTY GROUND, GRACE ROAD, LEICESTER, LE2 8EB
ON TUESDAY 30TH MARCH 2021 AT 7.30PM**

Present:

J Birkenshaw MBE (President)
Ms M Duke MBE DL (Chairman & Meeting Chairman)
S M Jarvis (Leicestershire CCC, CEO)
S A Kind (Director)
R B Matthews (Director)
L M Seymour (Director)
S Sheikh OBE (Director)
R A Spiers (Director)
J C Thorpe (Director)
M R Bulsara (Advisor)
G S Milnes (Advisor)
O C Brookshaw (Company Secretary)
P A Nixon (Leicestershire CCC, Head Coach)
D J Nice (Leicestershire CCC, Meeting Host)
J Dean (Leicestershire CCC, Minute Taker)

In Attendance:

J Bradley (Leicestershire CCC, Event Manager)
T Branson (Leicestershire CCC, Commercial Manager)
C Danes (Leicestershire CCC, Business Development Executive)
C Dunn (Leicestershire CCC, Marketing Manager)
C Tinbergen (Leicestershire CCC, Commercial Manager – Consumer Sales)
L Smith (Leicestershire CCC, Finance Assistant and Membership and Ticketing Executive)
S Urwin (Leicestershire CCC, Finance Manager)
L Bonner-Cooke MBE (Incoming Director)
I Kendall (Incoming Director)

1. Apologies

R G Mickel
R Tennent
G Mason

2. Introduction

Ms Mehmooda Duke MBE DL, Chairman of the Meeting and the Board, welcomed all Members to the Annual General Meeting of Leicestershire County Cricket Club which was being held in the Boardroom by herself, the Meeting Chairman and Dan Nice, the Meeting Host with Members attending through a virtual platform due to the Government regulations concerning the COVID-19 pandemic. Ms Duke also welcomed Martin Darlow, Non-Executive Director of ECB and Oliver Brookshaw, Company Secretary and the Club's corporate lawyer.

As well as the 24 people listed above, a further 43 Members of Leicestershire County Cricket Club attended through the virtual platform.

Ms Duke explained that the meeting was being recorded. Instructions were provided as to how Members could communicate if they wished to ask a question, propose, second and vote.

Ms Duke said that this time last year it had been hoped the 2021 Annual General Meeting could be held in person and thanked everyone for their continued support and patience as the Club navigated its way through a year of lockdown.

A short period of silence in memory of those Members and former players who had sadly passed away in the last year was observed:

David Bray
D N Denton
Betty Garratt
Peter Gee
E C Goodess
Michael Hearth
Robert Stutley
Robert Wood
Robert J Hunter
Alan Cox
Audrey Stone
Phil Wright

Mr Jack Birkenshaw, Club President, addressed the meeting. He reflected on the past year which had been difficult for everyone but was pleased to see cricket played today with the start of the season almost upon us. He noted that everyone in the County has been working tirelessly to get ready for the season and offered congratulations on their efforts. The grounds look magnificent which is thanks to Andy Ward and the groundstaff. Mr Birkenshaw said that Paul Nixon and the coaching team have made excellent signings and he is very much looking forward to seeing everyone at the ground again.

3. Mehmooda Duke MBE, DL (Chairman)

Ms Duke thanked Mr Birkenshaw for his remarks and joined him in commenting that the last year had continued to be challenging for the Club. The Club continues to be led by the ECB and Government guidance and will do everything necessary to keep staff, players and Members safe. At the last Annual General Meeting, Leicestershire was at the bottom of almost every league table, both on and off pitch, but she is happy to report that the Club has made significant progress. Last year the Club appointed Sean Jarvis as CEO to drive the business forward and achieve strategic objectives and the Club has seen the benefit of Sean's skills over the last year. The Club is now seen as a leader in many areas, in particular strategy, development and nurturing of young players, equality, diversion and inclusion and governance. The Board has a wide-ranging set of skills and

experience in a variety of sectors; accountancy, HR, corporate governance, finance and strategy to name but a few.

Skills that are required on the Board are identified through a thorough process, with the Nominations panel this year interviewing ten candidates and appointing Directors subject to ratification at this AGM.

Ms Duke said that the Club continues to work closely with Leicester City Council and ECB, and she took the opportunity to thank Members, sponsors, patrons and stakeholders for their ongoing support. She also wished to thank the Board Directors and Advisors along with playing and non-playing staff for their hard work throughout the year.

4. Annual General Meeting

4.1 Minutes of Annual General Meeting on 28th May 2020

The Minutes of the Annual General Meeting held at 7.00pm on 28th May 2020 were proposed by Mr J Mallett, seconded by Mr G S Milnes and approved by the Members as an ordinary resolution.

4.2 The Annual Report and Accounts 2020

The Annual Report and Accounts for the financial year ended 30th September 2020 together with the report of the Auditors on the Accounts had been circulated prior to the meeting.

Steve Kind, Director, commented that the year had been challenging financially and wished to offer thanks to colleagues at ECB for the support provided to the Club and all other First Class Counties. An overall deficit of £122k was declared, which is substantially down on previous years. The Club had suffered due to a loss in revenue from the lack of venue hire and match day revenue. He commented that the Club is now in a reasonable position to face the coming season and Ms Duke thanked him for his remarks.

The Annual Report and Accounts for 2020 were proposed by Mr C Linnett, seconded by Mr S Hopkins and approved by the Members as an ordinary resolution.

4.3 Re-appointment of Magma Audit LLP

The ordinary resolution to re-appoint Magma Audit LLP as the Club's Auditors was proposed by Mr R Spiers and seconded by Mr C Linnett and passed by the Members as an ordinary resolution.

4.4 Re-election of Jack Birkenshaw as President for a further two year term as nominated by the Board

The re-election of Jack Birkenshaw as President for a further two year term, following the expiry of his current two year term and his having been nominated by the Board, was approved by the Members as an ordinary resolution.

4.5 Election of Elected Director (Rule 16.1)

Under the Transitional Arrangements set out in Annex A to the Rules, one Elected Director is to be elected at the Annual General Meeting. Steve Kind, who retired at the Annual General Meeting by virtue of his expiry of his two year term of office, is standing for re-election and no other person is standing for election.

Under rule 16.2.5, given that there was one candidate for one vacancy, no votes are required and Mr Kind was deemed to be elected.

4.6 Appointment of Nominated Directors (Rule 16.5)

To ratify each of the appointments by the Board as Nominated Directors of the following individuals, all of whom were recommended for appointment by the Nominations Committee:

- 4.6.1 The Chairman informed the Members that Matthew Boyce had withdrawn from the process.
- 4.6.2 The appointment of Ian Kendall for a term of two years (remainder of Sean Jarvis' term) was ratified by the Members.
- 4.6.3 The appointment of Leanne Bonner-Cooke MBE for a term of three years was ratified by the Members.
- 4.6.4 The appointment of Jonathan Duckworth for a term of three years was ratified by the Members.

4.7 Appointment of Director as a Member of the Nominations Committee

The reappointment by the Board of Steve Kind as a Member of the Nominations Committee was ratified by the Members.

4.8 Amendments to the Rules

The results for Rule Amendments 4.8.1, 4.8.2 and 4.8.3 fell below the required 75% needed to be passed.

A poll was demanded by the Meeting Chairman for special resolutions 4.8.1, 4.8.2 and 4.8.3. An objection was recorded and noted that the Rules do not cover online voting. Oliver Brookshaw stated that as long as a poll is properly and fairly conducted as per Rule 13.3, it can be conducted online. However, all Members present will be required to vote again and any votes by Members present already submitted via proxy form must be ruled out.

The Chairman and Oliver Brookshaw gave clarification of the purpose of the proposed rule changes. Voting then continued for Rules 4.8.4 onwards.

4.8.4 That Rules 17.2 and 17.4 be deleted and replaced with the following:

"17.2 The quorum for a Board meeting shall be five Directors. A Member of the Board shall be deemed present if he or she is able to participate by video or telephone conference call (or any other similar system of communication), provided that each Member attending can hear, and be heard by, each other Member attending so as to enable all those attending to participate fully and effectively in the meeting."

"17.4 Subject to Rule 17.6, each Director shall have one vote and decisions at a Board meeting shall be decided by a majority of votes of the Directors present and voting and if the votes are equal the Chairman of that meeting shall have a second or casting vote."

This Amendment was passed by the Members as a special resolution.

4.8.5 That Rule 27 (Definitions and Interpretations) be deleted and replaced with the wording set out in Appendix 2 as circulated prior to the meeting was passed by the Members as a special resolution.

4.8.6 That Annex B to the Rules be deleted and replaced with the revised Annex set out in Appendix 3 was passed by the Members as a special resolution.

Business then returned to Rule Amendments 4.8.1, 4.8.2 and 4.8.3. Scrutineers, Dan Nice and Jacqui Dean, were appointed by the Meeting Chairman to rule out the proxy votes already submitted by Members present for rule changes 4.8.1, 4.8.2 and 4.8.3. The business of the Annual General Meeting was therefore adjourned to be resumed following presentations by Sean Jarvis and Paul Nixon, whilst this was done.

Questions

A question was raised as to why Matthew Boyce withdrew from the process and the Chairman said that it was for personal reasons.

It was asked who Steve Kind would be replacing on the Nominations Committee and the Chairman said that Mr Kind had to stand down because he was standing for election he would not be allowed to serve on the Nominations Committee panel. Mr Kind has now been re-elected as he stood unopposed and was able to be nominated again by the Board to return as the Director representing the Board on the panel.

The Chairman was asked if all Directors, including herself, were fully paid-up Members when appointed to office in 2019/2020. The Chairman stated that it is a requirement of the Club Rules that any Director is a Club Member and she confirmed that she herself is. It is also a question asked by the Nomination Committee as part of the recruitment process.

Retiring Directors and Advisors

The Chairman wished to offer thanks to retiring Directors and Advisors:

Retiring Advisor, Mukesh Bulsara - Mr Bulsara joined as an Advisor in 2016. He contributed to the finance committee and provided advice to the Board on corporate finance.

Retiring Advisor, Matthew Boyce – Mr Boyce joined as Advisor in 2019. The Chairman thanked him for his instrumental role in shaping strategy and the important role played in helping with preparation of the Business Plan which was presented to the ECB in March last year.

Retiring Director, John Thorpe – Mr Thorpe served the Club first as an Advisor to the Board from March 2019 to October 2019, when he became a Director.

Retiring Director, Robin Matthews – Ms Duke summed up Mr Matthews' 50 years with the Club during which time he had made many contributions, from playing as a promising professional cricketer, serving on various committees and playing an instrumental role in the merger of the Club with the County Cricket Board. Sadly due to the pandemic it is not possible to make a presentation to Robin in the Charles Palmer Suite, but a gift will be on its way to Mr Matthews shortly. The Chairman thanked Mr Matthews for his incredible 50 years of service and all that he has done for the Club.

Mr Matthews thanked Ms Duke for her kind words and said he will be forever grateful to the Club for the opportunity to play county cricket. The Club has gone through fairly difficult times but he would like to offer thanks for the hard work and vision of Mr Sean Jarvis and Mr Paul Nixon and their teams, the outgoing Directors and advisors and very importantly the ongoing support of the

ECB during very difficult times, as well as the generosity of the recent past president Mr David Wilson and the guidance of the Club's current president, Mr Jack Birkenshaw.

5. Sean Jarvis, CEO

Mr Jarvis wished to pay tribute to the staff, the Board and advisors and those retiring, the Members, sponsors and the Club President. Mr Jarvis said that the contribution that everybody has made over the past nine months has been outstanding and instrumental in ensuring Leicestershire continues to progress. Mr Jarvis then gave an overview of the strategy the Club has taken throughout the pandemic and explained the five areas of the business; the company, community, cricket, commercial and cash pillars. He also talked about the relaunch of the Foundation which supports two local charities and an upcoming sponsored cycle ride, Tour de Foxes. Mr Jarvis concluded by once again thanking everyone for the support given during a very difficult period, on behalf of everyone at Leicestershire.

6. Paul Nixon, Head Coach

Mr Nixon wished to reiterate Mr Jarvis' comments and said that the amount of passion in the workforce at the Club is second to none. He extended personal thanks to Mr Robin Matthews who has provided a great deal of support during some difficult times. Mr Nixon then gave an update on the fitness of the players, reported on the matches played against Derbyshire and Loughborough this week and said that the Foxes are up and running and ready for the season starting with the game against Hampshire on 8th April.

Questions were invited by the Chairman.

It was asked if Mr Marcus Harris will be with Leicestershire for the whole season. Mr Nixon replied that at present, it is anticipated Mr Harris will be playing ten games, but there will be conversations further down the line to ensure he can stay with us for as long as possible.

A further question arose regarding rumours of fixture changes. Mr Jarvis was able to report that at present the fixtures will be as they stand, but of course, the situation may change dependent on COVID-19 developments. He advised Members to keep an eye on the Club website and social media where any changes or news will be reported immediately.

A Member wished to add that he had completed the Big Cricket Survey which included questions on the priority respondents placed on watching various sports, and he said that this is dependent on the time of year. Mr Jarvis said that the questionnaire was developed in conjunction with the Cricketers' Supporters Association and he will feed these comments back to them and take account of the point made once the results of the survey are received.

A final question was asked if it was possible to include more County Championship games in the future. The Chairman requested a response from Martin Darlow of the ECB who said that it is up to the individual counties, but in terms of this season, as far as the ECB is concerned, the season will take place as per the fixtures with a caveat should there be a third wave of the pandemic or if there is a COVID-19 outbreak within any County Club.

4.8 Amendments to the Rules

The Chairman thanked everyone in attendance for their patience and re-opened the formal business of the Annual General Meeting to announce the results of the polls for Rule Amendments 4.8.1, 4.8.2 and 4.8.3 having taken into account proxy votes of Members present.

4.8.1 That Rule 16.1.1 be deleted and replaced with the following:

- 16.1.1.1 two Elected Directors elected in accordance with Rule 16.2 or appointed by the Board in accordance with Rule 16.6.1;
- 16.1.1.2 five Nominated Directors appointed by the Board and ratified by the Members in accordance with Rule 16.5 or appointed by the Board and ratified by the Members in accordance with Rule 16.6.3;
- 16.1.1.3 one Organisation Director elected by the Organisation Members and ratified by the Board in accordance with Rule 16.3.1 or appointed by the Board in accordance with Rule 16.6.2;
- 16.1.1.4 if appointed pursuant to rule 18.3, the Council Director; and
- 16.1.1.5 the Chief Executive.

providing always that the Club shall adopt a target of, and use its reasonable endeavours to procure, the appointment or election of at least one Director who shall be (or identify as) female and at least one Director who shall be from a Black, Asian or other minority ethnic group.”

This Amendment was passed by the Members as a special resolution.

- 4.8.2 That Rule 16.1.11 be amended by the addition of the following words to the end of the Rule before the full stop:

“, failing which the Director shall be deemed to have resigned.”

This Amendment was passed by the Members as a special resolution.

- 4.8.3 That Rules 16.4, 16.5.1, 16.5.2 and 16.6.3 be deleted and replaced with the wording set out in Appendix 1 circulated prior to the meeting.

This Amendment was passed by the Members as a special resolution.

7. Conclusion

The Chairman concluded the formal proceedings of the 2021 Annual General Meeting and thanked everyone once again for attending. The Chairman also welcomed the new Board Directors.

There were no further questions from Members and the meeting closed at 9.35pm.